

EXHIBIT N



**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In Re: Methyl Tertiary Butyl Ether ("MTBE")
Products Liability Litigation

**MDL No. 1358
Master File C.A. No.
1:00-1898 (SAS)**

This document relates to the following case:

Orange County Water District v. Unocal, et al.,
04 Civ. 4968

**PLAINTIFF ORANGE COUNTY WATER DISTRICT'S
SUPPLEMENTAL RESPONSES TO CERTAIN DEFENDANTS'
SECOND SET OF INTERROGATORIES**

Plaintiff Orange County Water District (the "District"), by and through its attorneys, Miller, Axline & Sawyer, makes the following Supplemental Responses and General Objections to Certain Defendants' Second Set of Interrogatories.

Plaintiff repeats the General Objections.

INTERROGATORY NO. 1:

Separately for each FOCUS PLUME, identify which Defendant(s) YOU contend caused alleged DAMAGES arising from such FOCUS PLUME.

SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 1:

In addition to the responses and objections served February 26, 2010, plaintiff responds and objects as follows:

As a preliminary matter, contaminant plumes can and do travel for significant distances within near-surface groundwater zones within the Orange County Service area

moves downward from the stations into the principal aquifer and is carried to the production wells that create the pumping depressions. A single large production well pumping from the principal aquifer can create capture zones of up to one half mile or more, and pull groundwater (and MTBE) in a cross-gradient and even up-gradient direction. Pumping depressions created by multiple production wells can be several miles in diameter.

Given the above facts, the District responds with respect to stations, focus plumes, and defendants, as follows:

Plume 1

Arco # 1887

16742 Beach Boulevard, Huntington Beach, CA

Both the property and the underground storage tanks at this location were owned by Arco (now BP) from 1989 to 2000, when the station was closed. (For ease of reference, these responses refer to Arco and BP collectively as BP.) BP has been remediating this site in response to regulatory direction, and reports on remediation at this site were prepared for, and submitted to, BP. As of the time of this response BP is the only defendant the District has identified as responsible for the MTBE detected at this location. Discovery is continuing, however, and the District may identify additional defendants who contributed to MTBE at this location based upon facts developed during discovery.

MTBE was detected in groundwater at this site during the first reported testing for MTBE in 1996. Further testing for MTBE did not occur until December of 1998 (more than four years later), when MTBE was again detected in groundwater at very high levels

(14,000 ppb). TBA was first detected in groundwater at this site in September, 2000, and TBA spikes, indicating subsequent releases, appear in the testing data in 2001 and 2004.

No groundwater capture efforts have ever been initiated at this site (although intermittent dual phase extraction that would have skimmed some groundwater occurred between 2002 and 2008). Based upon these facts, and additional facts addressed in the deposition testimony of David Bolin (and exhibits thereto), the District concluded that a significant amount of MTBE has migrated off-site in groundwater at this location.

Groundwater flow direction at this site varies, depending upon the depth and time of measurement. Semi-perched "upper" groundwater flow direction is North (Feb-08) to South (Sep-01). Semi-perched "lower" groundwater flow direction is South to South East. Deeper groundwater flow direction (in the Talbert and Alpha Aquifers) is South or South West. Vertical groundwater gradient is downward.

This site is located above a pumping depression in the principal aquifer that funnels groundwater and MTBE towards wells associated with Plume 1. Well HB-3A is approximately 2000 feet Southwest and downgradient of this site. Wells NB-TAMD and NB TAMS are approximately one mile to the South East and downgradient of this site. MTBE was detected in NB-TAMD in 2005 and 2008.

Exxon # 4283

8980 Warner Avenue, Fountain Valley, CA

ExxonMobil has disclosed in discovery that it owned the property and underground storage tanks at this location in the 1990s but has not disclosed the exact time period of such ownership. G & M Oil Co. owned the site from June, 1999, to

December, 2001, and G & M LLC owned the site from 2002 through 2003 and beyond. Furthermore, Chevron has stated in its discovery responses that it has entered into retail supply contracts with G & M Oil Co. and G & M Oil, LLC for this station (identified as Chevron # 208554). In addition, G & M Oil has disclosed that it has supply contracts with Shell, Chevron, and Petro-Diamond. ExxonMobil has been remediating this site in response to regulatory direction, and reports on remediation at this site were prepared for, and submitted to, ExxonMobil. (For ease of reference, these responses refer to Mobil, Exxon, and ExxonMobil collectively as ExxonMobil.) As of the time of this response, there is evidence that ExxonMobil, G & M Oil, Chevron, Shell, Petro-Diamond and manufacturers who supplied MTBE gasoline to Petro-Diamond are responsible for the MTBE detected at this location. Discovery is continuing, however, and the District may identify additional defendants who contributed to MTBE at this location based upon facts developed during discovery.

MTBE was detected in groundwater at this site in 1996. Free product was also detected at this site in 1996. TBA was first detected in groundwater at this site in October, 2000. Spikes in MTBE detections in 2000 and 2002 and TBA spikes in 2002 indicate additional releases of MTBE at this site. No groundwater capture efforts have ever been initiated at this site (although dual phase extraction that would have skimmed some groundwater began in 2004). Based upon these facts and additional facts addressed in the deposition testimony of David Bolin (and exhibits thereto), the District concluded that a significant amount of MTBE has migrated off-site in groundwater at this location.

Groundwater flow direction at this site varies, depending upon the depth and time of measurement. Flow direction is particularly difficult to determine at this location

because many of the monitoring wells at this site were either cross-screened or improperly screened. It appears, however, that the semi-perched "lower" groundwater flow direction is North to North West. Deeper groundwater flow direction (in the Talbert and Alpha Aquifers) is South or South West. Vertical groundwater gradient is downward. An agricultural well approximately 1000 feet East of this site provides a potential conduit from the shallow saturated zone to the deeper aquifers. Within the semi-perched zone this well is downgradient of the site.

This site is located above a pumping depression in the principal aquifer that funnels groundwater and MTBE towards wells associated with Plume 1. Well HB-9 is a public water supply well 600 feet West of the site in a downgradient direction. Well HB-5 is a public water supply well slightly more than one-half mile to the West of the site in a downgradient direction. Wells NB-TAMD and NB-TAMS are public water supply wells less than one-half mile to the South and downgradient of this site. MTBE was detected in NB-TAMD in 2005 and 2008.

Mobil # 18-G6B

9024 Warner Avenue, Fountain Valley, CA

Mobil Oil owned the property and underground storage tanks at this location from (at least) 1986 until 1999. ExxonMobil owned the property and underground storage tanks at this location between 1999 and 2003. ExxonMobil has been remediating this site in response to regulatory direction, and reports on remediation at this site were prepared for, and submitted to, ExxonMobil. As of the time of this response, ExxonMobil is the only defendant the District has identified as being responsible for the MTBE detected at

this location. Discovery is continuing, however, and the District may identify additional defendants who contributed to MTBE at this location based upon facts developed during discovery.

MTBE was detected in groundwater at this site in 1999. In 2001 MTBE was detected in groundwater at very high levels (95,000 ppb) indicating an additional release. TBA was first detected in groundwater at this site in June, 2000. Spikes in TBA at this site in 2003, 2005 and 2006 indicate additional releases at this site. No groundwater capture efforts have ever been initiated at this site (although dual phase extraction that would have skimmed some groundwater began in 2003). Based upon these facts and additional facts addressed in the deposition testimony of David Bolin (and exhibits thereto), the District concluded that a significant amount of MTBE has migrated off-site in groundwater at this location.

Groundwater flow direction at this site varies, depending upon the depth and time of measurement. Flow direction is particularly difficult to determine at this location because many of the monitoring wells at this site were either cross-screened or improperly screened. It appears, however, that the semi-perched "upper" groundwater flow direction is to the East. The semi-perched "lower" groundwater flow direction is to the North. Deeper groundwater flow direction (in the Talbert and Alpha Aquifers) is South or South West. Vertical groundwater gradient is downward. An agricultural well approximately 1000 feet East-North East of this site that provides a potential conduit from the shallow saturated zone to the deeper aquifers. Within the semi-perched zone this well is downgradient of the site.

This site is located above a pumping depression in the principal aquifer that funnels groundwater and MTBE towards wells associated with Plume 1. Well HB-9 is a public water supply well approximately 750 feet West of the site in a downgradient direction. Well HB-5 is a public water supply well slightly more than one-half mile to the West of the site in a downgradient direction. Wells NB-TAMD and NB-TAMS are public water supply wells less than one-half mile to the South and downgradient of this site. MTBE was detected in NB-TAMD in 2005 and 2008.

Unocal # 5376

8971 Warner Avenue, Fountain Valley, CA

Union Oil Company owned the property and underground storage tank at this location from (at least) 1986 to 1992, when the station was closed. Union Oil has been remediating this site in response to regulatory direction, and reports on remediation at this site were prepared for, and submitted to, Union Oil. Defendant Tosco Corporation acquired Union Oil Company's assets in 1997. Defendant Tosco Corporation merged with Defendant ConocoPhillips Company in January 2003. ConocoPhillips Company has indicated that it has owned, operated, or leased this station, but has not disclosed the exact time and nature of the relationship. As of the time of this response Union Oil, Tosco Corporation, and ConocoPhillips are the only defendants the District has identified as being responsible for MTBE detected at this location. Discovery is continuing, however, and the District may identify additional defendants who have contributed to MTBE at this location based upon facts developed during discovery.

MTBE was detected in groundwater at this site in 1996. TBA was detected in groundwater at this site in 2001. Free product was detected at this site in 1991 and continued to be detected until 2000. No groundwater capture efforts have ever been initiated at this site. Based upon these facts and additional facts addressed in the deposition testimony of David Bolin (and exhibits thereto), the District concluded that a significant amount of MTBE has migrated off-site in groundwater at this location.

Groundwater flow direction at this site varies, depending upon the depth and time of measurement. Semi-perched groundwater flow direction is to the South East. Deeper groundwater flow direction (in the Talbert and Alpha Aquifers) is not reported. Vertical groundwater gradient is downward. An agricultural well approximately 1000 feet East and downgradient of this site provides a potential conduit from the shallow saturated zone to the deeper aquifers.

This site is located above a pumping depression in the principal aquifer that funnels groundwater and MTBE towards wells associated with Plume 1. Well HB-9 is a public water supply well located approximately 600 feet West of the site in a downgradient direction. Well HB-5 is a public water supply well slightly more than one-half mile to the West of the site in a downgradient direction. Wells NB-TAMD and NB-TAMS are public water supply wells less than one-half mile to the South and downgradient of this site. MTBE was detected in NB-TAMD in 2005 and 2008.

Texaco # 8520

8520 Warner Avenue, Fountain Valley, CA

This station was branded as a Texaco station from at least 1990 to 1998. After 1998, it was branded as Shell station. Texaco USA, Texaco Refining and Marketing Inc., Equiva Services LLC, and Shell have been remediating this site in response to regulatory direction, and reports on remediation at this site were prepared for, and submitted to, Texaco Refining and Marketing Inc., Equiva Services LLC, and Shell. Shell's discovery responses admit that Shell had a business or financial relationship with this station. In addition, Shell has indicated that it leased this station from at least 1998 through 2003. Chevron's discovery responses suggest that Chevron had a business or financial relationship with this station prior to and including 1989, but have not disclosed the exact time and nature of this relationship. As of the time of this response, there is evidence that multiple defendants, including Shell and Chevron are responsible for the MTBE detected at this location. Discovery is continuing, and the District may identify additional defendants who contributed to MTBE at this location based upon facts developed during discovery.

MTBE was first detected in groundwater at this site in 1996. TBA was first detected in groundwater at this site in December, 2000. Historical data indicates that off-site wells already had significant MTBE and TBA concentrations the first time they were sampled in 2003, indicating that the release(s) had already reached these locations and depths. Off-site monitoring well MW-10 has detected the highest concentration of MTBE (24,000 ppb) and TBA (50,000 ppb) at this site. Based upon these facts and additional facts addressed in the deposition testimony of Roy Herndon (and exhibits thereto), the District concluded that a significant amount of MTBE has migrated off-site in groundwater at this location.

Groundwater flow direction tends to be toward the South or South West. Vertical groundwater gradient is downward. Abandoned water production well W-4136 is located within 500 feet and downgradient of the site and provides a vertical pathway for contaminants to migrate downwards into deeper aquifers.

This site is located above a pumping depression in the principal aquifer that funnels groundwater and MTBE towards wells associated with Plume 1. Well HB-9 is a public water supply well approximately 600 feet West of the site in a downgradient direction. Well HB-5 is a public water supply well slightly more than one-half mile to the West of the site in a downgradient direction. Wells NB-TAMD and NB-TAMS are public water supply wells less than one-half mile to the South and downgradient of this site. MTBE was detected in NB-TAMD in 2005 and 2008.

Texaco # 121681

9475 Warner Avenue, Fountain Valley, CA

This station was branded as a Texaco station from at least 1990 to 1998. At some point after 1998, it was branded as Shell station. Texaco Refining and Marketing Inc., Equilon Enterprises LLC, and Shell have been remediating this site in response to regulatory direction, and reports on remediation at this site were prepared for, and submitted to, Texaco Refining and Marketing Inc., Equilon Enterprises LLC, and Shell. Shell's discovery responses admit that Shell had a business or financial relationship with this station. In addition, Shell has indicated that it leased this station from at least 1998 through 2003. Chevron's discovery responses suggest that Chevron had a business or financial relationship with this station prior to and including 1989, but have not disclosed

the exact time and nature of this relationship. As of the time of this response, there is evidence that multiple defendants, including Shell and Chevron are responsible for the MTBE detected at this location. Discovery is continuing and the District may identify additional defendants who contributed to MTBE at this location based upon facts developed during discovery.

MTBE in groundwater was first detected on site in 1997. TBA was first detected in groundwater at this site in 1999. No groundwater capture system has been installed at this site. Based upon these facts and additional facts addressed in the deposition testimony of Roy Herndon (and exhibits thereto), the District concluded that a significant amount of MTBE has migrated off-site in groundwater at this location.

Groundwater flow direction at this site is Southwesterly. Vertical groundwater gradient is downward.

This site is located above a pumping depression in the principal aquifer that funnels groundwater and MTBE towards wells associated with Plume 1. Well HB-9 is a public water supply well approximately 600 feet West of the site in a downgradient direction. Well HB-5 is a public water supply well slightly more than one-half mile to the West of the site in a downgradient direction. Wells NB-TAMD and NB-TAMS are public water supply wells less than one-half mile to the South and downgradient of this site. MTBE was detected in NB-TAMD in 2005 and 2008.

Shell # 204359403

8471 Warner Avenue, Huntington Beach, CA

Equilon (Shell) has admitted that Shell directly delivered gasoline to this station. As of the time of this response, there is evidence that Shell is responsible for the MTBE detected at this location. Discovery is continuing, and the District may identify additional defendants who contributed to MTBE at this location based upon facts developed during discovery.

MTBE was detected in groundwater at this site at 1,040 ppb in 2000. Free product with a reported thickness of four feet was reported in July of 2002. TBA was detected in groundwater at 212 ppb in 2004. No groundwater capture efforts have been initiated at this site. Based upon these facts and additional facts addressed in the deposition testimony of Roy Herndon (and exhibits thereto), the District concluded that a significant amount of MTBE has migrated off-site in groundwater at this location.

Groundwater flow at this location was reported to range from North West to South East in 1999. In 2001, however, groundwater flow direction was reported as East. Vertical groundwater direction at this location is downward. At least four wells (of unknown status) near this site provide potential conduits to deeper groundwater.

This site is located above a pumping depression in the principal aquifer that funnels groundwater and MTBE towards wells associated with Plume 1. Well HB-9 is a public water supply well approximately 600 feet West of the site in a downgradient direction. Well HB-5 is a public water supply well slightly more than one-half mile to the West of the site in a downgradient direction. Wells NB-TAMD and NB-TAMS are public water supply wells less than one-half mile to the South and downgradient of this site. MTBE was detected in NB-TAMD in 2005 and 2008.

G & M # 04

16990 Beach Blvd., Huntington Beach, CA

G & M Oil has not yet responded to discovery as to whether it owned the property and underground storage tanks at this location, or the time period of any such ownership. G & M Oil has, however, been remediating this site in response to regulatory direction. Reports on remediation at this site were prepared for, and submitted to, G & M Oil. In addition, G & M Oil has stated in discovery responses, that it had supply contracts with defendants Shell, Chevron, and Petro-Diamond. Shell in its responses to discovery has stated that it had a business or financial relationship at this location, including an open dealer relationship with this station from 1988 through 1991. Valero has indicated in its discovery responses that it owned, operated, leased, or had a retail supply contract with this station, but has not disclosed the exact time and nature of this relationship. As of the time of this response, there is evidence that G & M Oil, Shell, Chevron, Valero, Petro-Diamond and manufacturers who supplied MTBE gasoline to Petro-Diamond are responsible for MTBE detected at this location. Discovery is continuing, and the District may identify additional defendants who have contributed to MTBE at this location based upon facts developed during discovery.

MTBE has been detected in the groundwater at this site at levels as high as 180,000 ppb. TBA has been detected in groundwater at this site at levels as high as 14,500 ppb. Monitoring wells have detected MTBE in the deeper aquifer, beyond the station boundaries, and in several directions at this site. No groundwater capture system has been installed at this site. Based upon these facts and additional facts addressed in

the deposition testimony of Roy Herndon (and exhibits thereto), the District concluded that a significant amount of MTBE has migrated off-site in groundwater at this location.

Groundwater flow direction at this site is variable, but with a clear downward gradient and clear evidence of a hydraulic connection between the shallow aquifer and the principal aquifer.

This site is located above a pumping depression in the principal aquifer that funnels groundwater and MTBE towards wells associated with Plume 1. Well HB-9 is a public water supply well approximately 600 feet West of the site in a downgradient direction. Well HB-5 is a public water supply well slightly more than one-half mile to the West of the site in a downgradient direction. Wells NB-TAMD and NB-TAMS are public water supply wells less than one-half mile to the South and downgradient of this site. MTBE was detected in NB-TAMD in 2005 and 2008.

Unocal # 5399

9525 Warner Avenue, Fountain Valley, CA

Union Oil Company owned the property and underground storage tank at this location from (at least) 1986 to 1993, when the station was closed. Union Oil has been remediating this site in response to regulatory direction, and reports on remediation at this site were prepared for, and submitted to, Union Oil. Defendant Tosco Corporation acquired Union Oil Company's assets in 1997. Defendant Tosco Corporation merged with Defendant ConocoPhillips Company in January 2003. As of the time of this response, there is evidence that multiple defendants, including Union Oil, Tosco Corporation, and ConocoPhillips, are responsible for the MTBE detected at this location.

Discovery is continuing, however, and the District may identify additional defendants who contributed to MTBE at this location based upon facts developed during discovery. MTBE was detected in groundwater at this site in 1996. No testing has occurred at this site for TBA as of the date of this supplemental response. No groundwater capture efforts have ever been initiated at this site. Based upon these facts and additional facts addressed in the deposition testimony of David Bolin (and exhibits thereto), the District concluded that a significant amount of MTBE has migrated off-site in groundwater at this location.

Groundwater flow direction at this site varies, depending upon the depth and time of measurement. Semi-perched groundwater flow direction is to the North West and to the South South-West, depending upon the time of measurement. Deeper groundwater flow direction (in the Talbert and Alpha Aquifers) is to the South-West. Vertical groundwater gradient is downward. A Shell exploration well is located 560 feet South and downgradient of this site that provides a potential conduit from the shallow saturated zone to the deeper aquifers. An agricultural well approximately 1,600 feet West of the site also provides a potential conduit to the deeper aquifer.

This site is located above a pumping depression in the principal aquifer that funnels groundwater and MTBE towards wells associated with Plume 1. Well HB-9 is a public water supply well approximately 3,350 feet West of the site in a downgradient direction. Well HB-5 is a public water supply well slightly more than one mile to the west of the site in a downgradient direction. Wells NB-TAMD and NB-TAMS are public water supply wells approximately one mile to the South and downgradient of this site. MTBE was detected in NB-TAMD in 2005 and 2008.